

A G E N D A

Board of Commissioners – Annual Meeting - Session 325

Virginia Port Authority

600 World Trade Center

Norfolk, Virginia

July 28, 2009 - 11:00 a.m.

INTRODUCTIONS

Chairman's Welcome to the newly appointed members of the VPA Board – Ms. Barbara J. Fried, Mr. Marvin Friedberg, and Mr. J. Granger MacFarlane

Introduction of guests and representatives of the press - Ms. Linda Ford. Director of Port Promotion

I.

ELECTION OF OFFICERS

Report of the Nominating Committee and Election of Officers for the year July 1, 2009 through June 30, 2010.

Nominating Committee

Stephen M. Cumbie, Chair

Joe B. Fleming

Thomas M. Wolf

Under the Bylaws (Article III, page 2) the Board elects a Chairman and a Vice Chairman and may elect from its membership or appoint from the staff a Secretary and Treasurer. The practice of the Board has been to elect its Chairman and Vice Chairman and to appoint from the staff a Treasurer, Secretary/Clerk and Assistant Secretary/Deputy Clerk. Officers for the year ending **June 30, 2009** were:

Chairman – John G. Milliken

Vice Chairman – Deborah K. Stearns

Treasurer – Rodney W. Oliver

Secretary and Clerk - Debra J. McNulty

Assistant Secretary and Deputy Clerk - Jodie L. Asbell

At this time, Mr. Cumbie will announce the nomination of a slate of officers for year ending June 30, 2010.

II.

APPOINTMENTS TO STANDING COMMITTEES

The Chairman reviews appointments to Standing Committees annually. Committee assignments for the year ending **June 30, 2009** were:

Executive Committee

John G. Milliken, Chairman

Deborah K. Stearns, Vice Chairwoman

Stephen M. Cumbie

Joe B. Fleming

Mark B. Goodwin

Ranjit K. Sen (vacant seat)

Facilities Committee

Ranjit K. Sen, Chairman (vacant)
Manju S. Ganeriwala, Vice Chair
Martin J. Barrington (vacant)
Allen R. Jones, Jr.
(Vacant seat)

Finance/Planning Committee

Mark B. Goodwin, Chairman
Stephen M. Cumbie, Vice Chairman
Martin J. Barrington (vacant)
Michael J. Quillen
Manju S. Ganeriwala, State Treasurer

Marketing Committee

Stephen M. Cumbie, Chairman
(Vice Chair position unassigned and one vacant seat)
Joe B. Fleming
Allen R. Jones, Jr.
Thomas M. Wolf

Security Committee

Joe B. Fleming, Chairman
Michael J. Quillen, Vice Chairman
Mark B. Goodwin
Ranjit K. Sen (vacant)
Thomas M. Wolf

NOTE: Under the Bylaws (Article XII), the Chairman and Vice Chairman of the Board are ex-officio members of all committees of which they are not a regular member.

III.**OTHER BUSINESS****IV.****ADJOURNMENT**

AG E N D A

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July 28, 2009 - Meeting immediately follows 11:00 Annual Meeting

RESOLUTIONS OF SERVICE

Consideration of Resolutions honoring Martin J. Barrington and Ranjit K. Sen for their service on the Virginia Port Authority Board of Commissioners

PRESENTATIONS

Virginia Maritime Association (VMA) Strategic Projects – Mr. Arthur W. Moye, Jr., Executive Vice President

I. APPROVAL OF MINUTES

Approval of the minutes of the regular meeting held May 26, 2009.

EXECUTIVE CLOSED SESSION

At this time, the Chairman will present a motion for the Board of Commissioners to go into a closed executive session, in accordance with the Virginia Freedom of Information Act, §2.2-3711(A)(1), the personnel exemption, to discuss the following:

1. Review of Executive Director's FY09 Accomplishments for the period July 1, 2008 through June 30, 2009
2. Review of Executive Director's FY2010 Compensation Plan (Goals and Objectives)
3. Certification of Closed Session

II. REPORTS OF COMMITTEES

A. Executive Committee – Mr. John Milliken, Chairman of the Board

1. Chairman's Presentation of the W. Wright Harrison Award
2. Consideration of Resolution 09-5, approving the Executive Director's FY09 Accomplishments for the period July 1, 2008-June 30, 2009, and approving the Executive Director's Compensation Plan (Goals and Objectives) for FY10.

3. Notification of VIT Board of Directorship expiring November 30, 2008.

The term of G. Robert Aston, Jr. expires November 30, 2009. Mr. Aston was appointed to an unexpired term effective July 1, 2006. He is one of the Portsmouth/Chesapeake representatives on the VIT Board of Directors and is eligible for a six-year reappointment.

According to the VIT Articles of Incorporation, a director is eligible for reappointment when their term expires four years or less from the date of appointment.

The appointee's principal place of business or residence must be within the jurisdiction of Portsmouth or Chesapeake. The Chairman will appoint a Nominating Committee at the VPA's September board meeting. The VPA Board will vote on a reappointment/appointment at the November meeting.

4. Status report on PPTA proposals received by VPA – Mr. Milliken

B. Finance/Planning Committee – Mr. Stephen Cumbie, Committee Vice Chair

1. Correction to Resolution 09-4, authorizing Aid to Local Ports Fund for FY10.

(The project description for The Port of Richmond, which was described correctly in the background paper, was incorrect on the resolution.)

2. VPA/VIT Combined Financial Reports – Mr. Oliver

C. Facilities Committee - Ms. Manju Ganeriwala, Committee Vice Chair

1. Status report on current construction projects – Mr. Jeffrey Florin, Deputy Executive Director, Operations and COO
2. Consideration of Resolution 09-6, authorizing an amendment to Contract #2006.02 for the construction of additional acreage of container yard at Norfolk International Terminals (NIT) South – Mr. Florin

D. Marketing Committee - Mr. Stephen Cumbie, Committee Chair

1. Port-wide FY09 Results - Mr. Russell Held, Deputy Executive Director, Development

E. Security Committee – Mr. Joe Fleming, Committee Chair

1. Security Report – Mr. Ed Merkle, Director of Port Security and Emergency Operations

III. **REPORT OF EXECUTIVE DIRECTOR**

IV. **UNFINISHED BUSINESS**

V. **NEW BUSINESS**

VI. **OTHER BUSINESS AND ADJOURNMENT**

The next meeting of the Board of Commissioners will be held on Tuesday, September 22, 2009. LOCATION TO BE DETERMINED.